

DEC 10 1979 -4 00 PM

Supplement No. 1 ^{INTERSTATE COMMERCE COMMISSION} dated as of November 1, 1979 to the


Lease Agreement dated as of April 3, 1978 by and between BRAE Corporation, as Lessor, and Oregon California & Eastern Railway Co., as Lessee ("Lease Agreement").

Equipment Schedule No. 1 attached hereto supplements Equipment Schedule No. 1 attached to the Lease Agreement which relates to 150 railroad cars numbered OCE 3351-OCE 3500 (both inclusive).

Except as expressly amended hereby, the Lease Agreement remains in full force and effect. IN WITNESS WHEREOF, BRAE Corporation has caused this Supplement No. 1 to be executed and delivered by its proper and duly authorized representative as of November 1, 1979.

BRAE CORPORATION

BY



Lawrence W. Briscoe
Vice President

EQUIPMENT SCHEDULE No. 1

BRAE CORPORATION hereby leases the following Cars to OREGON, CALIFORNIA & EASTERN pursuant to that certain Lease Agreement dated as of APRIL 3, 1978.

A.A.R. Mech. Design	Description	Numbers	Dimensions			Doors Width	No. of Cars
			Length	Inside Width	Height		
XM	100 Ton Plate F Nailable steel floor, 50k floor capacity with 10" end of car cushioning (freight master)	OCE 3351- OCE 3500	52'6"	9'6"	13'	8' double offset plug doors (2' offset)	150

BRAE CORPORATION:

BY:

TITLE: PRESIDENT

DATE: APRIL 10, 1978

BC-10/77

OREGON, CALIFORNIA & EASTERN

BY:

TITLE: PRESIDENT

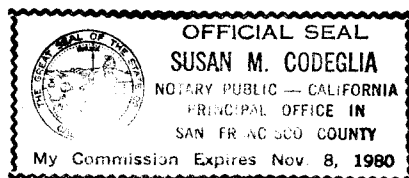
DATE: APRIL 3, 1978

Please sign above to indicate your concurrence with the specifications shown and return a copy to BRAE.

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO) ss.

On this 6th day of December, 1979, before me personally appeared Lawrence W. Briscoe, to me personally known, who being by me duly sworn says that such person is Vice President of BRAE Corporation, that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

[seal]



Susan M. Codeglia
Notary Public